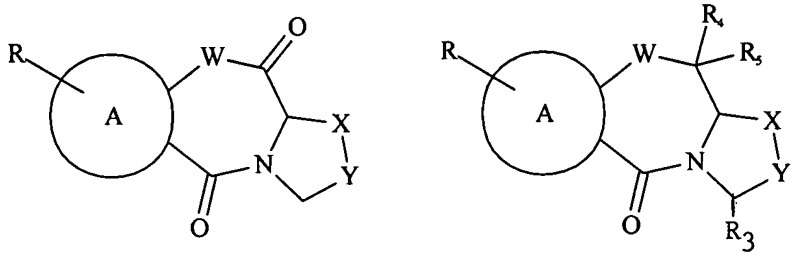
Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

Claims 1-28 (canceled)

Claim 29 (currently amended): A compound having the following formula, or a pharmaceutically acceptable salt thereof:



wherein A is ~~thiazole,~~ benzene~~,~~ or naphthalene~~, pyridine, pyrimidine, pyrazine, or quinoline~~;

R is one or more of halogen or NO_2;

X-Y is CH_2-S, S-CH_2, CH_2-O, CH_2-S(O), S(O)-CH_2, CH_2-CH_2, CH_2-CH_2-CH_2, or CH_2-CH_2-CH_2-CH_2;

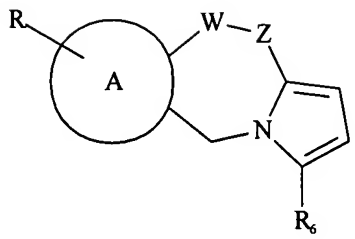
R_3 is H or phenyl;

R_4 is H or hydroxy;

R_5 is H, phenyl, -alkyl-NH_2, -NH-alkyl, or -N(alkyl)$_2$; and

W is S ~~or O~~

or wherein the compound is



wherein

A is ~~thiazole,~~ benzene~~,~~ or naphthalene~~, pyridine, pyrimidine, pyrazine, or quinoline~~; and

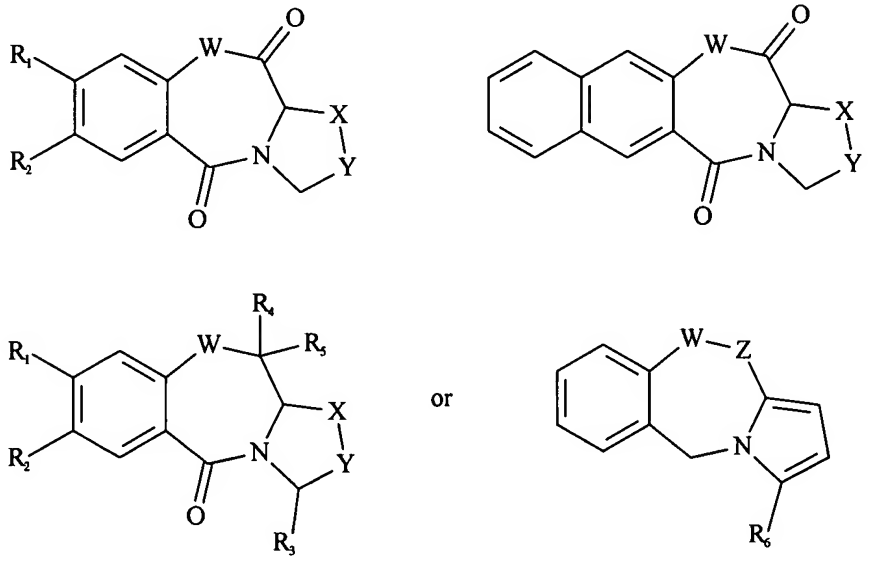
R is one or more of halogen or NO_2;

R_6 is H, unsubstituted alkyl or amine, or alkyl or amine substituted with at least one substituent selected from halogen, alkyl, alkoxy, alkylthio, trifluoromethyl, acyloxy, hydroxy, mercapto, carboxy, aryloxy, ~~aryloxy,~~ aryl, arylalkyl, ~~heteroaryl,~~ amino, alkylamino, dialkylamino, morpholino, piperidino, pyrrolidin-1-yl, or piperazin-1-yl;

W is S; and

Z is S, O, CH_2, CH_2CH_2, ~~or~~ C=O, -$CHCO_2CH_2CH_3$, -CHC_6H_4-pF, or -CHC_6H_5.

Claim 30 (currently amended): A compound having the following formula, or a pharmaceutically acceptable salt thereof, wherein the compound is:



wherein

X-Y is S-CH_2, CH_2-S, S(O)-CH_2, CH_2-S(O), or CH_2CH_2;

Z is S, O, CH_2, CH_2CH_2, ~~or~~ C=O, -$CHCO_2CH_2CH_3$, -CHC_6H_4-pF, or -CHC_6H_5;

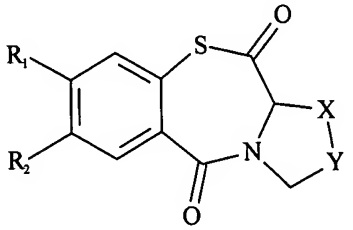
W is S ~~or O~~;

R_1 is H, halogen, lower alkyl, lower alkoxy, or NO_2;

R_2 is H, halogen, lower alkyl or lower alkoxy;

R_3 is H;
R_4 is hydroxy or H;
R_5 is phenyl or $N(CH_2CH_2)_2NCH_3$; and
R_6 is $CH_2N(CH_2CH_2)_2NCH_3$,
provided that R_1 and R_2 are not both H or not both alkoxy.

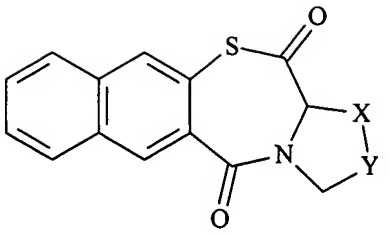
Claim 31 (original): The compound of claim 30, wherein the compound is



and R_1 is H or NO_2;
R_2 is H, halogen, lower alkyl or lower alkoxy;
provided that R_1 and R_2 are not both H or not both alkoxy.

Claim 32 (previously presented): The compound of claim 30, wherein
R_1 is H, R_2 is Cl, X-Y is $S\text{-}CH_2$; or
R_1 is H, R_2 is Br, X-Y is $S\text{-}CH_2$; or
R_1 is H, R_2 is CH_3, X-Y is $S\text{-}CH_2$; or
R_1 is H, R_2 is Cl, X-Y is $CH_2\text{-}S$; or
R_1 is H, R_2 is Br, X-Y is $CH_2\text{-}S$; or
R_1 is H, R_2 is CH_3, X-Y is $CH_2\text{-}S$; or
R_1 is NO_2, R_2 is H, X-Y is $CH_2\text{-}S$; or
R_1 is H, R_2 is OCH_3, X-Y is $CH_2\text{-}S$; or
R_1 is H, R_2 is CH_3, X-Y is $S(O)\text{-}CH_2$; or
R_1 is H, R_2 is Cl, X-Y is $CH_2\text{-}S(O)$; or
R_1 is H, R_2 is OCH_3, X-Y is $CH_2\text{-}S(O)$.

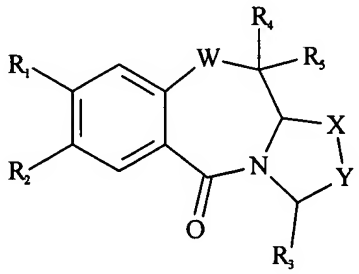
Claim 33 (original): The compound of claim 30, wherein the compound is



and X-Y is S-CH_2 or CH_2-S.

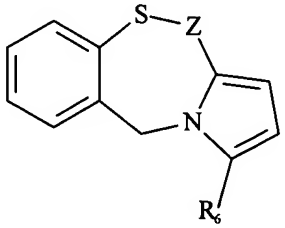
Claim 34 (original): The compound of claim 30, wherein X-Y is S-CH_2.

Claim 35 (currently amended): A compound having the following formula, or a pharmaceutically acceptable salt thereof, wherein the compound is:



and R_1, R_2 and R_3 are H, R_4 is OH or H;
W is S ~~or O~~;
R_5 is Ph or $N(CH_2CH_2)_2CH_3$; and
X-Y is CH_2-CH_2.

Claim 36 (original): The compound of claim 30, wherein the compound is



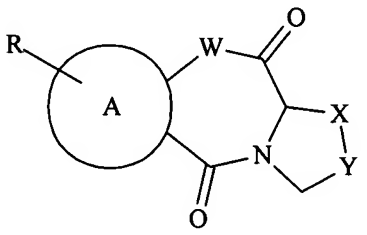
and R_6 is $CH_2N(CH_2CH_2)_2NCH_3$.

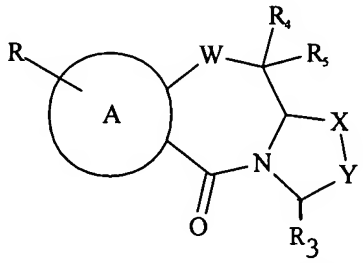
Claim 37 (original): A pharmaceutical composition comprising the compound of claim 29, or the pharmaceutically acceptable salt, and a pharmaceutically acceptable carrier.

Claim 38 (original): A pharmaceutical composition comprising the compound of claim 30, or the pharmaceutically acceptable salt, and a pharmaceutically acceptable carrier.

Claims 39-46 (canceled)

Claim 47 (currently amended): A method of treating HIV infection in a subject, comprising administering to the subject a therapeutically effective amount of a compound selected from the group consisting of:





wherein A is ~~thiazole,~~ benzene~~,~~ or naphthalene~~, pyridine, pyrimidine, pyrazine, or quinoline~~;

R is one or more of halogen or NO_2;

X-Y is CH_2-S, S-CH_2, CH_2-O, CH_2-S(O), S(O)-CH_2, CH_2-CH_2, CH_2-CH_2-CH_2, or CH_2-CH_2-CH_2-CH_2;

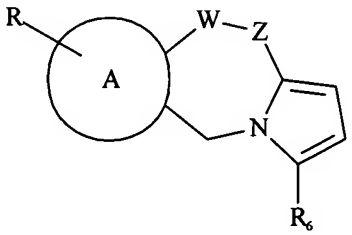
R_3 is H or phenyl;

R_4 is H or hydroxy;

R_5 is H, phenyl, -alkyl-NH_2, -NH-alkyl, or -N(alkyl)$_2$; and

W is S ~~or O~~

or wherein the compound is



wherein

A is ~~thiazole,~~ benzene~~,~~ or naphthalene~~, pyridine, pyrimidine, pyrazine, or quinoline~~; and

R is one or more of halogen or NO_2;

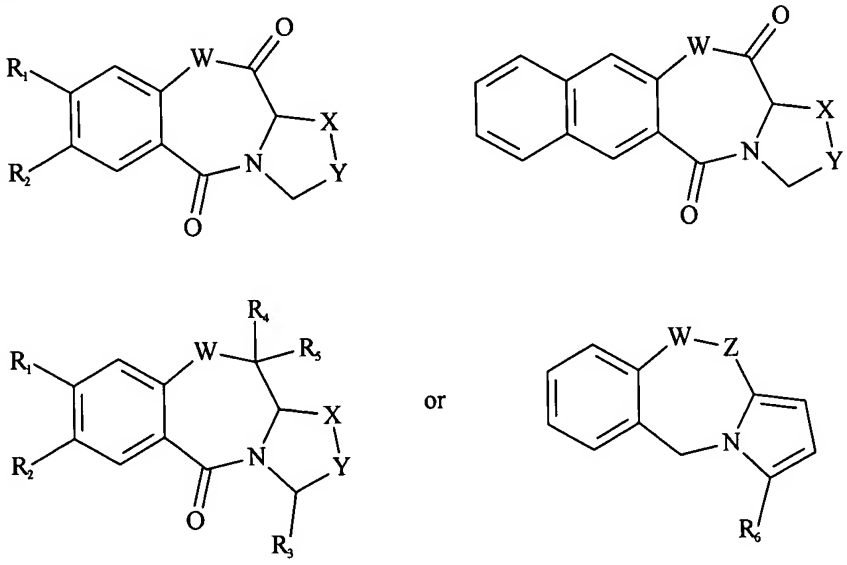
R_6 is H, unsubstituted alkyl or amine, or alkyl or amine substituted with at least one substituent selected from halogen, alkyl, alkoxy, alkylthio, trifluoromethyl, acyloxy, hydroxy, mercapto, carboxy, aryloxy, ~~aryloxy,~~ aryl, arylalkyl, ~~heteroaryl,~~ amino, alkylamino, dialkylamino, morpholino, piperidino, pyrrolidin-1-yl, or piperazin-1-yl;

W is S ~~or O~~; and

Z is S, O, CH_2, CH_2CH_2, ~~or~~ C=O, -$CHCO_2CH_2CH_3$, -CHC_6H_4-pF, or -CHC_6H_5.

Claims 48-54 (canceled)

Claim 55 (currently amended): A method of treating HIV infection in a subject, comprising administering to the subject a therapeutically effective amount of a compound selected from the group consisting of:



wherein

X-Y is S-CH_2, CH_2-S, S(O)-CH_2, CH_2-S(O), or CH_2CH_2;

Z is S, O, CH_2, CH_2CH_2, ~~or~~ C=O, -$CHCO_2CH_2CH_3$, -CHC_6H_4-pF, or -CHC_6H_5;

W is S ~~or O~~;

R_1 is H, halogen, lower alkyl, lower alkoxy, or NO_2;

R_2 is H, halogen, lower alkyl or lower alkoxy;

R_3 is H;

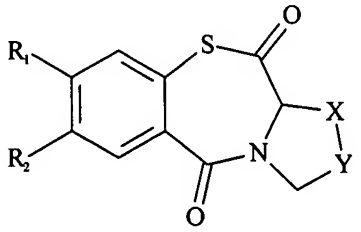
R_4 is hydroxy or H;

R_5 is phenyl or $N(CH_2CH_2)_2NCH_3$; and

R_6 is $CH_2N(CH_2CH_2)_2NCH_3$,

provided that R_1 and R_2 are not both H or not both alkoxy.

Claim 56 (previously presented): The method of claim 55, wherein the compound is



and R_1 is H or NO_2;

R_2 is H, halogen, lower alkyl or lower alkoxy;

provided that R_1 and R_2 are not both H or not both alkoxy.

Claim 57 (previously presented): The method of claim 55, wherein

R_1 is H, R_2 is Cl, X-Y is $S\text{-}CH_2$; or

R_1 is H, R_2 is Br, X-Y is $S\text{-}CH_2$; or

R_1 is H, R_2 is CH_3, X-Y is $S\text{-}CH_2$; or

R_1 is H, R_2 is Cl, X-Y is $CH_2\text{-}S$; or

R_1 is H, R_2 is Br, X-Y is $CH_2\text{-}S$; or

R_1 is H, R_2 is CH_3, X-Y is $CH_2\text{-}S$; or

R_1 is NO_2, R_2 is H, X-Y is $CH_2\text{-}S$; or

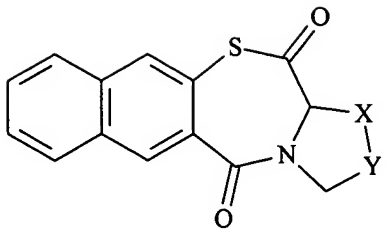
R_1 is H, R_2 is OCH_3, X-Y is $CH_2\text{-}S$; or

R_1 is H, R_2 is CH_3, X-Y is $S(O)\text{-}CH_2$; or

R_1 is H, R_2 is Cl, X-Y is $CH_2\text{-}S(O)$; or

R_1 is H, R_2 is OCH_3, X-Y is $CH_2\text{-}S(O)$.

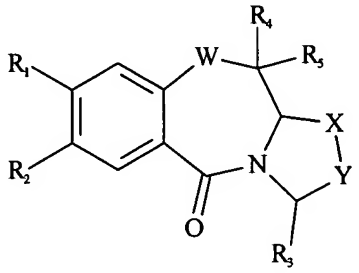
Claim 58 (previously presented): The method of claim 55, wherein the compound is



and X-Y is S-CH_2 or CH_2-S.

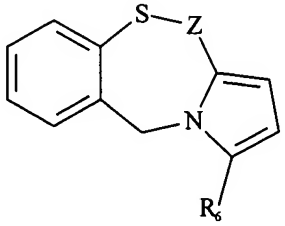
Claim 59 (previously presented): The method of claim 55, wherein X-Y is S-CH_2.

Claim 60 (currently amended): A method of treating HIV infection in a subject, comprising administering to the subject a therapeutically effective amount of a compound selected from the group consisting of:



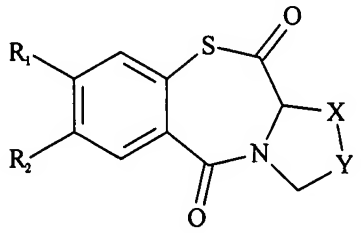
wherein R_1, R_2 and R_3 are H, R_4 is OH or H;
W is S ~~or O~~;
R_5 is Ph or $N(CH_2CH_2)_2CH_3$; and
X-Y is CH_2-CH_2.

Claim 61 (previously presented): The method of claim 55, wherein the compound is



and R_6 is $CH_2N(CH_2CH_2)_2NCH_3$.

Claim 62 (previously presented): A compound having the following formula, or a pharmaceutically acceptable salt thereof, wherein the compound is:



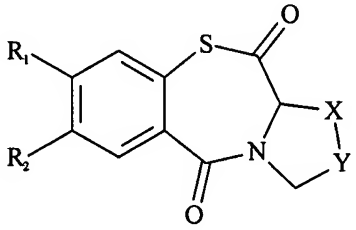
wherein X-Y is S-CH_2, CH_2-S, S(O)-CH_2, or CH_2-S(O);

R_1 is H or NO_2; and

R_2 is H, halogen, lower alkyl or lower alkoxy.

Claim 63 (canceled)

Claim 64 (previously presented): A method of treating HIV infection in a subject, comprising administering to the subject a therapeutically effective amount of a compound selected from the group consisting of:



wherein X-Y is S-CH_2, CH_2-S, S(O)-CH_2, or CH_2-S(O);

R_1 is H or NO_2; and

R_2 is H, halogen, lower alkyl or lower alkoxy.